

CUSHING & MORRIS

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ATLANTA, GEORGIA 30303

W. HAMPTON MORRIS
CHARLES M. CUSHING, JR.
KEVIN R. ARMBRUSTER
ROY M. JONES
JAMES P. KELLY, III
ANGELA M. MORIN

15899
OCT 31 1988 12 40 PM

INTERSTATE COMMERCE COMMISSION

TELEPHONE
404 521-2323

TELECOPIER
404 658-9865

October 26, 1988

Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D.C. 20423

Attention: Ms. Mildred Lee
Room 2303

Re: Lease Agreement by and between Railcar Management, Inc.
as Agent for Owner and Georgia-Pacific Corporation

Dear Ms. Lee:

Enclosed herewith are two originally executed and notarized copies of a summary Lease Agreement by and between Railcar Management, Inc., a Georgia corporation acting as agent for the owner of the subject railroad cars as Lessor, and Georgia-Pacific Corporation, a Georgia corporation as Lessee. The lease is for seventy (70) 100-ton 7,000 cubic feet woodchip hopper railcars bearing the reporting marks and car numbers GPSX 4200-4269, inclusive.

I would greatly appreciate your recording the enclosed summary Lease Agreement and returning a copy to me. A check for the filing fee in the amount of \$13.00 is enclosed.

Thank you for your assistance.

Very truly yours,

Kevin R. Armbruster
Kevin R. Armbruster

KRA:trf:3430A

Enclosures

No. 8-300A050
Date OCT 31 1988
Fee \$ 13.00

ICC Washington, D.C.

100 OFFICE OF
THE SECRETARY
OCT 31 12 33 PM '88
MOTOR OPERATING UNIT

Interstate Commerce Commission

Washington, D.C. 20423

11/1/88

OFFICE OF THE SECRETARY

Kevin R. Armbruster

Cushington & Morris

2323 Peachtree Center Cain Tower

229 Peachtree Street N.E.

Atlanta, Georgia 30303

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/31/88 at 12:40pm, and assigned recordation number(s). 15899

Sincerely yours,

Neta R. McEwen

Secretary

Enclosure(s)

LEASE AGREEMENT

15899
OCT 21 1988 12:40 PM

INTERSTATE COMMERCE COMMISSION

1. This Lease Agreement is made and entered into as of August 7, 1988, by and between RAILCAR MANAGEMENT, INC., a Georgia corporation acting as agent for an owner, and GEORGIA-PACIFIC CORPORATION, a Georgia corporation.

2. Railcar Management, Inc. agrees to lease to Georgia-Pacific Corporation and Georgia-Pacific Corporation agrees to and does hereby lease from Railcar Management, Inc. the following:

Seventy (70) 100-ton 7,000 cubic feet woodchip hopper railcars bearing the reporting mark and car numbers GPSX 4200-4269, inclusive.

3. The terms and provisions of this Lease Agreement are more particularly set forth in a LEASE AGREEMENT of even date by and between Georgia-Pacific Corporation and Railcar Management, Inc.

IN WITNESS WHEREOF, the parties hereto have caused this Lease Agreement to be duly executed as of the date first above written.

Signed, sealed and
delivered this 1st
day of August, 1988

Nathan C. Humble
Notary Public

RAILCAR MANAGEMENT, INC.

By: Wilds L. Pierce
Wilds L. Pierce, President

My Commission Expires: Notary Public, DeKalb County, Georgia
My Commission Expires Sept. 23, 1990

(NOTARIAL SEAL)

Signed, sealed and
delivered this 11th
day of August, 1988.

Delores M. Robey
Notary Public

My Commission Expires:

(NOTARIAL SEAL)

Notary Public, Fulton County, Georgia
My Commission Expires Oct. 14, 1990

1505W

GEORGIA-PACIFIC CORPORATION

By: [Signature]

Title: Vice President
Building Products
Transportation Division

ATTACHMENT TO LEASE AGREEMENT

The names and addresses of the parties to the Lease Agreement are as follows:

Railcar Management, Inc. (Lessor/Agent for Owner)
Suite 303
1819 Peachtree Road, N.E.
Atlanta, Georgia 30309-1847

Georgia-Pacific Corporation (Lessee)
133 Peachtree Street, N.E.
Atlanta, Georgia 30348-5605